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U.S. BANKRUPTCY COURT
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23 and Debtors-in-Possession

24 IN THE UNITED STATES BANKRUPTCY COURT
25 FOR THE DISTRICT OF NEVADA

26 Case No. BK-N-01-31627
27 Chapter 11

28 In re
WASHINGTON GROUP
INTERNATIONAL, INC., et
al.,

ORDER UNDER 11 U.S.C. § 365(a)
AUTHORIZING REJECTION OF CONTRACTS
RELATING TO POSVEN PROJECT

Hearing Date: September 6, 2001
Hearing Time: 9:30 a.m.

Debtors.

Upon the motion dated August 15, 2001 (the "Motion")¹
of the above-captioned debtors and debtors-in-possession (the
"Debtors") for entry of an order under 11 U.S.C. § 365(a) and
Fed. R. Bankr. P. 6006 authorizing the Debtors' rejection of the

¹ Except as otherwise defined herein, all capitalized terms
shall have the meanings ascribed to them in the Motion.

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3 Posven Agreement as well as the Posven Prime Contracts, the
4 Posven Joint Venture and all related subcontracts and other
5 executory agreements; and after a hearing on the Motion; and the
6 Court having considered the Motion and all responses to the
7 Motion; and the Court having considered the declaration of Mark
8 McKain in support of the Motion; and upon the record herein; and
9 after due deliberation thereon; and good and sufficient cause
10 appearing therefor; it is hereby
11

12 **FOUND THAT:**

13 A. The relief requested in the Motion is in the best
14 interests of the Debtors, their estates, their creditors, and
15 other parties in interest;

16 B. Proper and adequate notice of the Motion has been
17 given and no other or further notice is required;

18 C. The Debtors have exercised sound business judgment
19 in deciding to reject the Posven Agreement as well as the Posven
20 Prime Contracts, the Posven Joint Venture and all related
21 subcontracts and other executory agreements and have satisfied th
22 requirements of 11 U.S.C. § 365(a) and Fed. R. Bankr. P. 6006; an
23 it is therefore,
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25 **ORDERED, ADJUDGED AND DECREED THAT:**

26 1. The Motion is GRANTED.
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3 2. The Debtors are hereby authorized under 11 U.S.C.
4 § 365 to reject, and are hereby deemed to have rejected as of
5 September 6, 2001, the Posven Agreement as well as the Posven
6 Prime Contracts, the Posven Joint Venture and all related
7 subcontracts and other executory agreements as more particularly
8 set forth on the Exhibit to the Motion.
9

10 3. Any party asserting a claim for rejection damages
11 relating to the rejection of the Posven Agreement as well as the
12 Posven Prime Contracts, the Posven Joint Venture and all related
13 subcontracts and other executory agreements shall file a proof of
14 claim for rejection damages no later than 30 days following the
15 entry of this Order or be forever barred from doing so.
16

17 4. Nothing in this Order shall affect rights, claims or
18 causes of action, if any, as between third parties, including as
19 between Consorcio DSD/Somor, and Raytheon Company or Raytheon
20 Engineers & Constructors International Inc. (collectively,
21 "Raytheon"), or have any bearing on the effect of the Posven
22 Agreement on rights, claims or causes of action or proceedings,
23 if any, as between third parties, including as between Consorcio
24 DSD/Somor, and Raytheon. The rejection of the Posven Agreement
25 or the Stock Purchase Agreement, and any order authorizing Debtor
26 to reject such agreements, also does not affect any independent
27 responsibility, if any, of Raytheon to third parties, including
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3 Consorcio DSD/Somor, for all obligations and liabilities, if any,
4 constituting "Specified Seller Liabilities" under the Stock
5 Purchase Agreement.

6
7 5. This Court shall retain jurisdiction to decide any
8 disputes with respect to this Order arising between the Debtors
9 and any other party to the Posven Agreement as well as the Posven
10 Prime Contracts, the Posven Joint Venture and all related
11 subcontracts and other executory agreements.

12 DATED this ____ day of _____, 2001.

13
14
15 Hon Gregg W. Zive
16 UNITED STATES BANKRUPTCY JUDGE

17 Submitted by:

18 LIONEL SAWYER & COLLINS

19 Jennifer A. Smith
20 Attorneys for Washington Group
21 International, Inc., et al.
22 Debtors and Debtors in Possession


23 ~~APPROVED/DISAPPROVED?~~

24
25 By:

26 B. T. Beesley
27 Bruce T. Beesley, Esq.
28 Beesley, Peck, Matteoni & Cossitt, Ltd.

APPROVED/DISAPPROVED:

By:


Timothy A. Lukas, Esq.
Hale Lane Peek Dennison Howard
and Anderson

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2
3 Consorcio DSD/Somor, for all obligations and liabilities, if any,
4 constituting "Specified Seller Liabilities" under the Stock
5 Purchase Agreement.


6 5. This Court shall retain jurisdiction to decide any
7 disputes with respect to this Order arising between the Debtors
8 and any other party to the Posven Agreement as well as the Posven
9 Prime Contracts, the Posven Joint Venture and all related
10 subcontracts and other executory agreements.

11
12 DATED this 4 day of Oct, 2001.

13
14 
15 Hon Gregg W. Zive
16 UNITED STATES BANKRUPTCY JUDGE

17 Submitted by:

18 LIONEL SAWYER & COLLINS

19 
20 Jennifer A. Smith
21 Attorneys for Washington Group
22 International, Inc., et al.
23 Debtors and Debtors in Possession

24
25 APPROVED/DISAPPROVED:

26 By: see attached
27 Bruce T. Beesley, Esq.
28 Beesley, Peck, Matteoni & Cossitt, Ltd.